	Washington	Northum Di	ankruptcy Court	Eastern	Division
la re_	P3 Foods	40	Case No	16-320-	21.
	Debtor		Chapter 11		
Yearne Note the	destruction to discount on the second		S. Marinestan and a second and a second	Tanada an inclusion a second water	

PERMODIC MEPORT REGARDING VALUE, OPERATIONS AND PROPITABILITY OF ENTITIES IN WRICH THE ESTATE OF [NAME OF DEBTOR] ROLDS A SUBSTANTIAL OR CONTROLLING INTEREST

This is the report as of October 2017 on our value, operations and profitability of those estities in which the estate holds a industratial or controlling interest, as required by Bankraptcy Rule 2015.3. The estate of [Name of Debter] holds a industratial or controlling interest in the following entities:

	Induced of the Relate	ras e
P3 Foods LLC.	P3 Foods UC	
		The state of the s

This periodic report (the "Periodic Report") contains separate reports ("Entity Reports") on the value, operations, and profinability of each entity listed above.

Back Barity Report shall consist of three exhibits. Itshibit A contains a valuation estimate for the easily as of a class not more than two years prior to the date of this report. It also contains a description of the valuation method used. Exhibit B contains a balance sheet, a statement of income (loss), a statement of cals flows, and a statement of changes in slavesholders' or parasers' equity (deficit) for the period covered by the Eastity Report, along with summarized floorances. Exhibit C countains a description of the entity's business operations.

THIS REPORT MUST BE SKINED BY A REPRESENTATIVE OF THE TRUSTER OR DEBTOR IN POSSESSION.

The undersigned, having reviewed the above listing of cratics in which the estate of [Debtor] holds a substantial or controlling interest, and being familiar with the Debtor's financial affairs.

varifies under the penalty of perjury that the listing is complete, accurate and truthful to the best of his/her knowledge.

	Date:
	. (1)
	Signature of Authorized Individual
	Anthony Pendolino
•	Name of Authorized Individual
	CEO, P3 FOODS LLC
·	Title of Authorized Individual
If the Debtor is an individual or in a	joint case] Signature(s) of Debtor(s) (Individual/Joint)
	Signature of Debtor
•	Signature of Joint Debtor

B 250 (Official Form 28CT) 12 (08)

UNITED STATES BANKRUPTCY COURT

la re	3	Foods	LLC
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Case No.

16320-21

Debtor

Small Business Case under Chapter 11

SMALL BUSINESS MONTHLY OPERATING REPORT

Mon	of Business. Burger King Franchise	Date filed:	October	6+4	2016
Lim	of Business. Burger King Franchise	NAISC Code:	122513	3	
PER ACC	ACCORDANCE WITH TITLE 28, SECTION 1746, OF THE UNITED JURY THAT I HAVE EXAMINED THE FOLLOWING SMALL BUTTOMPANYING ATTACHMENTS AND. TO THE BEST OF MY KNIRECT AND COMPLETE.	SINESS MONTHLY	OPERATING RI	EPORT	AND THE
	PONSIBLE PARTY unal Signature of Responsible Party				
	hony fundalina, CEO, P3 Foods. LLC				
Que	stignimize: (All questions to be answered on behalf of the debtor)			Yes	No
1.	IS THE BUSINESS STILL OPERATING?			Ø	o, o
1	HAVE YOU PAID ALL YOUR BILLS ON TIME THIS MONTH?			X.	D
3.	DID YOU PAY YOUR EMPLOYEES ON TIME?	i *		Ø	J
۹.	HAVE YOU DEPOSITED ALL THE RECEIPTS FOR YOUR BUSI THIS MONTH? ${}^{\circ}$	NESS INTO THE DI	P ACCOUNT	Ø	O
5	HAVE YOU FIEED ALL OF YOUR TAX RETURNS AND PAID A MONTH	LL OF YOUR TAX	ES THIS	Ø	O
6.	HAVE YOU TIMELY FILED ALL OTHER REQUIRED GOVERN	MENT FILINGS?		Ø	0
7	HAVE YOU PAID ALL OF YOUR INSURANCE PREMIUMS THE	S MONTH?		Ø	O
8	DO YOU PLAN TO CONTINUE TO OPERATE THE BUSINESS N	EXT MONTH?		(2)	a
9,	ARE YOU CURRENT ON YOUR QUARTERLY FEE PAYMENT	TO THE U.S. TRUST	JEE3	(S)	O
10.	HAVE YOU PAID ANYTHING TO YOUR ATTORNEY OR OTHE MONTH?	R PROFESSIONAL	S THIS	Ö	×
1)	DID YOU HAVE ANY UNUSUAL OR SIGNIFICANT UNANTICE MONTH?	PATED EXPENSES	THIS	O	Þ
12	HAS THE BUSINESS SOLD ANY GOODS OR PROVIDED SERVENCES TO ANY BUSINESS RELATED TO THE DIP IN ANY $\bar{\mathbf{W}}$		RRED ANY	0	X
13	DO YOU HAVE ANY BANK ACCOUNTS OPEN OTHER THAN	THE DIP ACCOUNT	-rj	O	Ø

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				1 1190 2
B 25	SC (Official Form 25C) (12/08)			
14.	HAVE YOU SOLD ANY ASSETS OTHER THAN INVENTORY THIS MONTH?		o	$ \mathbf{\varkappa} $
15.	DID ANY INSURANCE COMPANY CANCEL YOUR POLICY THIS MONTH?			Þ
16.	HAVE YOU BORROWED MONEY FROM ANYONE THIS MONTH?			(\$)
17.	HAS ANYONE MADE AN INVESTMENT IN YOUR BUSINESS THIS MONTH?			.ad
18	HAVE YOU PAID ANY BILLS YOU OWED BEFORE YOU FILED BANKRUPTCY?		О	'8
	TAXES			
	YOU HAVE ANY PAST DUE TAX RETURNS OR PAST DUE POST-PETITION TAX LIGATIONS?		0	X
BE	YES, PLEASE PROVIDE A WRITTEN EXPLANATION INCLUDING WHEN SUCH RETURN FILED, OR WHEN SUCH PAYMENTS WILL BE MADE AND THE SOURCE OF THE FUND EPAYMENT. Please NOTE that \$5661.48 pinnesota Dept of Re (Exhibit A) rosolved	0.000	es 1	has been
	(Exhibit A) VOSO Ved			
	INCOME			
SHC	EASE SEPARATELY LIST ALL OF THE INCOME YOU RECEIVED FOR THE MONTH. THE DULD INCLUDE ALL INCOME FROM CASH AND CREDIT TRANSACTIONS. (THE U.S. TRUE WAIVE THIS REQUIREMENT.)			
	TOTAL IN	NCOME S	1,	364,127
	SUMMARY OF CASH ON HAND			
	Cash on Hand at Start of Month	s	12	600
	Cash on Hand at End of Month	\$	10	2600
PLI	EASE PROVIDE THE TOTAL AMOUNT OF CASH CURRENTLY AVAILABLE TO YOU (Exhibit B)	TOTAL \$	4	17,253
	EXPENSES			
١CC	ASE SEPARATELY LIST ALL EXPENSES PAID BY CASH OR BY CHECK FROM YOUR B COUNTS THIS MONTH. INCLUDE THE DATE PAID, WHO WAS PAID THE MONEY, THE POSE AND THE AMOUNT. (THE U.S. TRUSTEE MAY WAIVE THIS REQUIREMENT.)			
	TOTAL EXP	PENSES 5	13	315592
	(Exhibit C)			
	CASH PROFIT			
NC	OME FOR THE MONTH (TOTAL FROM EXHIBIT B)	•	13	64127
	ENSES FOR THE MONTH (TOTAL FROM EXHIBIT C)	S		15592
	(Subtract Line C from Line B) CASH PROFIT FOR THE MC	ONTH S		3532-

Page 3

B 25C (Official Form 25C) (12/08)

UNPAID BILLS

PLEASE ATTACH A LIST OF ALL DEBTS (INCLUDING TAXES) WHICH YOU HAVE INCURRED SINCE THE DATE YOU FILED BANKRUPTCY BUT HAVE NOT PAID. THE LIST MUST INCLUDE THE DATE THE DEBT WAS INCURRED, WHO IS OWED THE MONEY, THE PURPOSE OF THE DEBT AND WHEN THE DEBT IS DUE. (THE U.S. TRUSTEE MAY WAIVE THIS REQUIREMENT.)

TOTAL PAYABLES \$ 160,000 trade payables

(Exhibit D)

MONEY OWED TO YOU

PLEASE ATTACH A LIST OF ALL AMOUNTS OWED TO YOU BY YOUR CUSTOMERS FOR WORK YOU HAVE DONE OR THE MERCHANDISE YOU HAVE SOLD. YOU SHOULD INCLUDE WHO OWES YOU MONEY, HOW MUCH IS OWED AND WHEN IS PAYMENT DUE. (THE U.S. TRUSTEE MAY WAIVE THIS REQUIREMENT.)

TOTAL RECEIVABLES \$

Ø

(Exhibit E)

BANKING INFORMATION

PLEASE ATTACH A COPY OF YOUR LATEST BANK STATEMENT FOR EVERY ACCOUNT YOU HAVE AS OF THE DATE OF THIS FINANCIAL REPORT OR HAD DURING THE PERIOD COVERED BY THIS REPORT.

(Exhibit F)

EMPLOYEES

NUMBER OF EMPLOYEES WHEN THE CASE WAS FILED?

NUMBER OF EMPLOYEES AS OF THE DATE OF THIS MONTHLY REPORT?

251

PROFESSIONAL FEES

BANKRUPTCY RELATED:

PROFESSIONAL FEES RELATING TO THE BANKRUPTCY CASE PAID DURING THIS REPORTING PERIOD?

TOTAL PROFESSIONAL FEES RELATING TO THE BANKRUPTCY CASE PAID SINCE THE FILING OF THE CASE?

142599.24

NON-BANKRUPTCY RELATED:

PROFESSIONAL FEES NOT RELATING TO THE BANKRUPTCY CASE PAID DURING THIS REPORTING PERIOD?

Q

TOTAL PROFESSIONAL FEES NOT RELATING TO THE BANKRUPTCY CASE PAID SINCE THE FILING OF THE CASE?

\$ 9

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B 25C (Official Form 25C) (12/08)

PROJECTIONS

COMPARE YOUR ACTUAL INCOME AND EXPENSES TO THE PROJECTIONS FOR THE FIRST 180 DAYS OF YOUR CASE PROVIDED AT THE INITIAL DEBTOR INTERVIEW.

	Projected	I	Actual	Difference	
INCOME	\$	\$	· (/h/	\$	
EXPENSES	\$	\$	N/B	\$	
CASH PROFIT	\$	\$	/	\$	-
TOTAL PROJEC	TED INCOME FOR T	THE NEXT MONT	H:		\$
TOTAL PROJEC	TED EXPENSES FOR	THE NEXT MON	NTH:		\$
TOTAL PROJEC	TED CASH PROFIT I	FOR THE NEXT M	IONTH:		\$

ADDITIONAL INFORMATION

PLEASE ATTACH ALL FINANCIAL REPORTS INCLUDING AN INCOME STATEMENT AND BALANCE SHEET WHICH YOU PREPARE INTERNALLY.

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P3 Foods, LLC Balance Sheet (Debtor in Possession) October 31, 2017 (See Notes to Balance Sheet)

Assets		Liabilities and Capital	Liabilities and Capital						
Current Assets		Current Liabilities	Current Liabilities						
Cash on Hand									
Store 139	\$ 1,400	Accounts/Notes Payable-Pre Filing	\$ 2,471,022						
Store 2423	\$ 1,400	•							
Store 2794	\$ 1,400								
Store 2920	\$ 1,400	•							
Store 3519	\$ 1,400								
Store 3970	\$ 1,400								
Store 4006	\$ 1,400								
Store 4669	\$ 1,400								
Store 13662	\$ 1,400								
Total Cash on Hand	\$ 12,600								
Cash in Bank									
Main	\$55,548								
Store 139	\$59,301								
Store 2423	\$28,517								
Store 2794	\$24,915								
Store 2920	\$33,485								
Store 3519	\$59,107	•							
Store 3970	\$61,768								
Store 4006	\$22,666								
Store 4669	\$24,519								
Store 13662	\$34,8 27								
Total Cash in Bank	\$ 404,653								
Total Current Assets	\$ 417,253	Total Current Liabilities	\$ 2,471,022						
Fixed Assets									
Furniture, Fixtures & Equipment	\$ 1,047,572								
Auto	\$ 22,000								
Total Fixed Assets	\$ 1,069,572								
Leasehold Improvements	\$ 322,473								
Franchise Fee	\$ 25,000	Capital	\$ (661,724)						
Total Assets	\$ 1,809,298	Total Liabilities & Capital	\$ 1,809,298						

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P3 Foods,LLC

Debtor in Possession

Consolidated and Individual Store Income Statement Cash Basis

October 1,- October 31, 2017 (See Notes to Jacome Statement)

				(See Notes to	Income Statem	ent)															
Store Numbers	All S	itores	% to Sales	139	% to Sales	2423	% to Sales	2794	% to Sales	2920	%to Sales	3519	% to Sales	3970	% to Sales	4006	% to 5ales	4669	% to Sales	13662	% to Sales
Groet Salas	\$	1,364,127	100.00% \$	304,816	100.00%	\$ 149,186	100.00% \$	96,246	100.00% \$	118,403	100.00%	\$ 180,327	100.00%	\$ 173,588	100.00%	\$ 102,725	100.00% \$	108,960	100.00% \$	129,876	100.00%
Cost of Goods Sold	\$	323,479	23.71% \$	53,822	17.55%	\$ 44,536	29.85% \$	27,800	28.88% \$	35,870	30.29%	\$ 35,287	19.57%	\$ 31,405	18.09%	\$ 26,574	25.87% \$	29,819	27.37% \$	38,366	29.54%
GrossProfit	\$	1,040,548	76.29% \$	250,994	82.34%	\$ 104,650	70.15% \$	68,446	71.12%	82,533	69.71%	\$ 145,040	80.43%	\$ 142,183	81.91%	\$ 76,151	74.13% \$	79,141	72.63% \$	91,510	70.46%
iabor	\$	307,409	22.54% \$	49,026	16.08%	\$ 36,345	24.36%	27,885	28.97%	34,145	28.84%	\$ 35,788	19.85%	\$ 28,341	16.33%	\$ 30,040	29.24% \$	30,612	28,09%\$	35,226	27.12%
Total Payroll & Toxos	\$	307,409	22.54% \$	49,026	16.08%	\$ 36,345	24.36% \$	27,886	28.97% \$	34,145	28.84%	\$ 35,788	19.85%	\$ 28,341	16.33%	\$ 30,040	29.24% \$	30,612	28.09% \$	35,226	27.12%
Burger King Expenses																					
gribne gerni/gnizhbh	Ś	36,594	2.68% \$	5,358	2.09%	\$ 4,801	3.22%	3,202	3.33%	4,053	3.42%	\$ 4,109	2.28%	\$ 3,878	2,23%	\$ 2,944	2.87% \$	3,272	3.00% \$	3,977	3.06%
Royaldes	Ś	41,167	3.02% \$	7,153	2.35%	\$ 5,401	3.62%	3,602	3.74%	4,559	3.85%	\$ 4,623	2.56%	\$ 4,362	2.51%	\$ 3,312	3.22% \$	3,681	3.38% \$	4,474	3.44%
Real Estate Taxes	Š	17,955	1.32% \$	2,157			0.00%	2,180	2.27% \$	2,887	2.44%	\$ 2,215	1.23%	\$ 3,092	1.78%	\$ 3,317	3.23% \$	2,097	1.92%		0.00%
Rent	Ś	53,417	3.92% \$	7,500			0.00%	5,417	5.63%	6,250	5.28%	\$ 7,500	4.16%	\$ 7,500	4,32%	\$ 6,250	6.08% \$	5,833	5.35% \$	7,167	5.52%
Total Burger King Expenses	\$	149,133	10.93% \$	23,178		\$ 10,202	6.84%		14.96%	. 7	14.99%			\$ 18,832		\$ 15,823	15.40% \$	14,883	13.66% \$		12.03%
General & Administrative Expenses																					
Credit Card & Bank Charges	ş	15,505	1.14% \$	2,422	0.75%	\$ 1,861	1.25%	1,171	1.22%	1,706	1.44%	\$ 1,692	0.94%	\$ 1,869	1,08%	\$ 1,639	1.60% \$	1,977	1.81% \$	1,168	0.90%
Payroli Processing-Ali Stores	\$	3,434	0.25% \$	2,638	0.87%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00% \$	796	0.51%
Office	\$	1,382	0.10% \$	722	0.24%		0.00%		0.00%		0.00%		0.00%		0,00%		0.00% \$	394	0.36% \$	266	0.20%
Tony Pendoline	\$		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%
Safes Tax	Ś	59,174	4.34% \$	11,974	3,93%	\$ 8,771	2.88%	6,303	2.07%	7,363	2,42%	\$ 6,948	2.28%	\$ 6,786	2.23%	\$ 5,109	1.68% \$	5,920	5.43%		0.00%
Maintenance & Repairs	Ś	29,489	2.16% \$	4,709	1.54%	\$ 6,003	4.02%	2,057	2.14%	2,536	2.14%	\$ 5,055	2.80%	\$ 2,204	1.27%	\$ 1,586	1.54% \$	3,213	2.95% \$	2,128	1.64%
Payroll Advances	Š		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%
Landscapia Care	Ś	5,402	0.40% \$	342	0.11%	\$ 558	0.37%		0.00%	696	0.59%	\$ 332	0.18%	\$ 937	0.54%	\$ 937	0.91% \$	883	0.81% \$	717	0.55%
Bank Charges	Š	1,932	0.14% \$	1,932	0,63%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%
Utilies/Comcast	Ś	10,801	0.79% \$	1,249		\$ 3,942	2.64%	\$ 963	1.00%	475	0.40%	\$ 955	0.53%	\$ 595	0.34%	\$ 617	0.60% \$	688	0.63% \$	1,317	1.01%
Rent - Brainerd	5		0.00%	,-	0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%
Real Estate Taxes-Bisinard	٠,٤		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%
Insurance	Ž	24,551	1.80% \$	2,736		\$ 2,801	1.88%	2,592	2.59%	2,656	2.24%	\$ 2,770	1,54%	\$ 2,770	1,50%	\$ 2,624	2.55% \$	2,650	2.43% \$	2,952	2.27%
imurance License/Permita	٠.٤	24,552	0.00%	-,	0.00%	, -,	0.00%		0.00%		0.00%		0.00%	, ,	0.00%	T7	0.00%	,	0.00%		0.00%
Security	Š	1.952	0.0070			s -	0.00%		0.00%		0.00%		0.00%		0.00%		0.00% \$	70	0.06% \$	1,892	1.46%
	ž	76,261	\$	10,724		\$ 11,012		\$ 7,918		5,429	3.13%	\$ 8,781		\$ 9,494	5,47%	\$ 8,402	4.84% \$	7.536	6.92%		5.36%
Court Approved Comsultants USTrumes	Š	, , 0,201	•	20,72		5 -	0.00%	• .,==	0,00%	-,	0.00%		0.00%	+ -/	0.00%	-,	0.00%	.,	0.00%	.,	0.00%
US Trurpes	.*	_				έ.	0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%		0.00%
Total Gon'l & AdminExpanses	\$	229,893	16.85% \$	39,448	12.94%	\$ 34,948		\$ 21,004		20,861	17.62%	\$ 26,533	14.71%	\$ 24,655	14.20%	\$ 20,914	6.33% \$	23,329	12.00% \$	18,201	4.92%
Total Operation Expenses	\$	686,435	50.32% \$	111,652	36.63%	5 81,495	54.63%	\$ 63,291	65.76%	72,755	61.45%	\$ 80,768	44.79%	\$ 71,828	41.38%	\$ 66,777	7.29% \$	68,824	12.62% \$	69,045	5.68%
Not Cash Increase from Operations	\$	354,213	25.97% \$	139,342	45.71%	\$ 23,155	15.52%	\$ 5,155	5,36%	9,778	8.26%	\$ 64,272	35.64%	\$ 70,355	40.53%	\$ 9,374	9.13% \$	10,317	9.47% \$	22,465	17.30%
Note Payments & Transfers				4		4	4.0007		0.00%	f F.000	4 222	4	22 2744	¢ 35.000	20.00	4 7.000		c 000		F 000	3.85%
Transfers to 4006 & 4669 & 7225	\$	273,370	20.0% \$	149,370		\$ 6,000			0.00%		4.22%			-	20.16%		6.81% \$	6,000	5.51% \$		
PNC Equipment Financing	\$.	16,252	1.2% \$	1,427					1.48%		1.21%	-		\$ 1,427	0.82%		1.39% \$	1,427	1.31% \$	_, _,	1.10%
lasf	\$	1,494	0.1% \$	166		\$ 166		\$ 166						-	0.10%		0.16% \$	166	0.15% \$		0.13%
Netsurion	\$	4,305	0.3%		0.00%		0.00%	\$ 492				\$ 90		\$ 504	0.29%	\$ 483	0.47% \$	483	0.44% \$	1,749	1.35%
PadiicBank	\$	4,911	0.4%		0,00%					5 4,911			0.00%		0,00%	4	0.00%		0.00%		0.00%
acom	\$	5,349	0.4% \$	1,459		\$ 2,193							0.00%	A 6	0.00%		1.46% \$	197	0.18%		0.00%
Total Note Payments & Translers	\$	305,681	22.41% \$	152,42	2 50,00%	\$ 13,195	7.37%	\$ 2,085	2.17%	12,008	5.99%	•		\$ 37,097	21.37%		10.30% \$	8,273	7.59%	-,	6.42%
Net Cash Flow Increase	\$	48,532	3.56% \$	(13,08	0) -4.29%	\$ 9,960	8.15%	\$ 3,070	3,19%	\$ (2,230	2.26%	\$ 2,589	1.44%	\$ 33,258	19.16%	\$ (1,202	-1.17% 5	2,044	1.88% \$	14,123	10.87%